

EXHIBIT F

Letter from Paul G. Bucens, Dated December 13, 2001

Paul G. Bucens, P.E., Project Manager
Remedium Group, Inc.
 A Subsidiary of W.R. Grace & Co.

Remedium

62 Whittemore Ave
 Cambridge, MA 02140

Tel: (617) 498-2667
 Fax: (617) 498-2677

December 13, 2001

Mr. Solomon M. Feldman, Esquire
 c/o BIM Investment Corporation and Shaffer Realty
 Nominee Trust
 One Center Plaza, Suite 240
 Boston, MA 02108

Dear Mr. Feldman:

**RE: Inspection and Maintenance
 Second Administrative Order for Removal Action I-92-1033
 Blackburn & Union Privileges Superfund Site, Walpole, MA**

As you were previously notified, on April 2, 2001, W.R. Grace & Co. and certain of its affiliates (collectively "Grace") voluntarily filed for reorganization in Wilmington, Delaware, under Chapter 11 of the United States Bankruptcy Code. As a result of that filing, Grace is unable to participate further in environmental activities at the above site. Such activities include the maintenance of the site cap and inspection of various remedy components performed under the Second Administrative Order for Removal Action I-92-1033 issued to Grace and certain Shaffer entities. Enclosed are copies of the last annual inspection and maintenance report which was submitted to the United States Environment Protection Agency on October 3, 2001 and the Draft Inspection & Maintenance Plan (Canonie, 1992).

The enclosed material is being provided to you for transmittal to your clients, the Shaffer Realty Nominee Trust and BIM Investment Corporation to better enable them to carry out the inspection and maintenance activities going forward. We regret that the Chapter 11 status precludes Grace from participating further at the Site. Should it become necessary to contact me, please call 617 498 2667.

Sincerely,

Paul Bucens, P.E.
 Project Manager

cc: M. Obradovic, Remedium
 L. Duff, Esquire, Grace
 S. Cooke, Esquire, MWE
 M. Taylor, U.S. EPA

enclosures

FILE COPY**Remedium**

Paul G. Bucens, P.E., Project Manager
Remedium Group, Inc.
A Subsidiary of W. R. Grace & Co.

62 Whittemore Ave
Cambridge, MA 02140

Tel: (617) 498-2667
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October 3, 2001

Ms. Melissa Taylor, Remedial Project Manager
United States Environmental Protection Agency, Region I
Office of Site Remediation & Restoration
1 Congress Street, Suite 1100 (HBO)
Boston, MA 02114-2023

Dear Ms. Taylor:

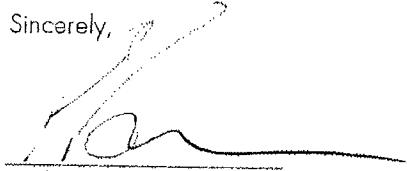
RE: 2001 Inspection Activities - South Street, Walpole, MA

Please find under cover of this letter a copy of the inspection and maintenance checklists that document the site inspections conducted on June 12 and September 28, 2001.

Overall, the site condition was good. The maintenance of the grass cap included mowing several times. The fence, asphalt cap and culvert remain in good condition.

If you have any questions or require any further information, please call me at (617) 498-2667.

Sincerely,



Paul Bucens, P.E.
Project Manager

cc: Mitch Obradovic, Remedium
Susan Cooke, MWE

Enclosure

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INSPECTION & MAINTENANCE CHECKLIST

South Street Site
Walpole, MassachusettsDate 12 June 01

1. Grass & Maintenance of Vegetated Cover
 - a. Inspected Good cover
 - b. Mowed Required
2. Surface Erosion
 - a. Inspected OK
 - b. Deficiencies Found/Reported None
 - c. Repairs Made N/A
3. Asphalt Cap
 - a. Inspected OK
 - b. Findings In Good condition
4. Site Fencing and Gates
 - a. Inspected OK
 - b. Findings Good condition
5. Aluminum Plate Arch Culvert
 - a. Inspected OK
 - b. Findings Good condition
 - c. Tests conducted N/A
6. Warning Signs in Fenced Areas
 - a. Inspected OK
 - b. Findings Good condition
7. Oil-Soaked Pile
 - a. Inspected N/A
 - b. Findings /
 - c. Repairs /
8. Wetlands Inspection & Maintenance
 - a. Inspected N/A
 - b. Condition reported /
 - c. Plants, scrubs or seeds replaced /
 - d. Problem areas (if any) /
 - e. Annual monitoring report prepared /

Inspection by Paul Succo P.E. Company or affiliation Rzedium Group, Inc.

INSPECTION & MAINTENANCE CHECKLIST
South Street Site
Walpole, Massachusetts

Date 28 Sept. 01

1. Grass & Maintenance of Vegetated Cover
 - a. Inspected Good Cover
 - b. Mowed Required
2. Surface Erosion
 - a. Inspected OK
 - b. Deficiencies Found/Reported None
 - c. Repairs Made N/A
3. Asphalt Cap
 - a. Inspected OK
 - b. Findings Good condition
4. Site Fencing and Gates
 - a. Inspected OK
 - b. Findings Good condition
5. Aluminum Plate Arch Culvert
 - a. Inspected OK
 - b. Findings Good condition
 - c. Tests conducted N/A
6. Warning Signs in Fenced Areas
 - a. Inspected OK
 - b. Findings Good condition
7. Oil-Soaked Pile
 - a. Inspected N/A
 - b. Findings ↓
 - c. Repairs ↓
8. Wetlands Inspection & Maintenance
 - a. Inspected N/A
 - b. Condition reported ↓
 - c. Plants, scrubs or seeds replaced ↓
 - d. Problem areas (if any) ↓
 - e. Annual monitoring report prepared ↓

Inspection by PAUL BUCENS /8

Company or affiliation Renewable Group Inc.

C612-4



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION I
ENVIRONMENTAL SERVICES DIVISION
60 WESTVIEW STREET, LEXINGTON, MASSACHUSETTS 02173-3185

July 9, 1993

W.R. Grace and Co. - Conn.
c/o Paul Nightingale, Esq.
Goodwin, Proctor & Hoar
Exchange Place
Boston, MA 02109-2881

BIM Investment Trust and Shaffer Realty Nominee Trust
c/o Irving Shaffer
Shaffer Paper Fibers
152 Hampden Street
Boston, Massachusetts 02119

Canonie Environmental Services Corp.
M. Mitch Obradovic
800 Canonie Drive
Porter, Indiana 46304

Re: South Street Superfund Site, Walpole, Massachusetts

Dear Gentlemen:

This letter notifies you of EPA's approval pursuant to paragraph 51 of the Second Administrative Order for Removal Action, EPA CERCLA Docket No. I-92-1033 (the "Second Order") of the Draft Long Term inspection and Maintenance Plan which were developed by Canonie Environmental Services Corp.

Any future modifications to these designs and plans requested by the Respondents must be approved by the OSC. The respondents should then memorialize the modification in writing to the OSC, and submit it as an addendum to the Long Term Inspection and Maintenance Plan. EPA reserves the right to require future modifications to the plan, should it determine that such modifications are necessary.

Please do not hesitate to contact me if you require clarification on any matter addressed in this letter.

Sincerely,

A handwritten signature in black ink, appearing to read "Thomas C. Condon".

Thomas C. Condon
On-Scene Coordinator

cc: Andrew Raubvogel, Esq. - EPA Assistant Regional Counsel
Lee MacMichael - EPA Enforcement Coordinator
Pat Donahue - Massachusetts DEP

Canonie Environmental

SEP 1 3 1992

→ M-20

September 28, 1992

Canonie Environmental Services Corp.
800 Canonie Drive
Porter, Indiana 46304
Phone: 219-926-8651
Fax: 219-926-7169

89-223-21

Mr. Louis E. Ingram
W.R. Grace & Co. - Conn.
100 North Main Street
Memphis, TN 38103

Transmittal
Revised Draft Inspection and Maintenance Plan
South Street Site
Walpole, Massachusetts

Dear Louis:

Enclosed please find a revised copy of the Draft Inspection and Maintenance Plan (I & M Plan) for the South Street Site. I have sent three copies of the I & M Plan to Paul Nightingale for forwarding to Sol Feldman.

Please call me if you have any questions or comments.

Very truly yours,



M. Mitch Obradovic
Project Supervisor

MMO/tk

Enclosure

cc: Robert R. Marriam, W.R. Grace & Co. - Conn.
Paul C. Nightingale, Esq., Goodwin, Procter & Hoar
J. Maxwell Williams, Esq., W.R. Grace & Co. - Conn.

September 1992

89-223-21

LONG-TERM INSPECTION AND
MAINTENANCE PLAN
SOUTH STREET SITE
WALPOLE, MASSACHUSETTS

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TABLE
NUMBER

TITLE

1

Frequency of Inspection and Maintenance

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LIST OF FIGURES

<u>FIGURE NUMBER</u>	<u>DRAWING NUMBER</u>	<u>TITLE</u>
1	89-223-E160	Inspection and Maintenance Areas, South Street Site, Walpole, Massachusetts

LONG-TERM INSPECTION AND MAINTENANCE PLAN
SOUTH STREET SITE
WALPOLE, MASSACHUSETTS

1.0 INTRODUCTION

Canonie Environmental Services Corp. has prepared this Long-Term Inspection and Maintenance Plan for the South Street Site in Walpole, Massachusetts. This plan was developed based on the Removal Action activities that will be completed at the site by December 1992 and pursuant to the requirements of Section V of the Scope of Work attached as Appendix A to the Second Administrative Order for Removal Action issued by the U.S. Environmental Protection Agency (EPA) on January 31, 1992. The detailed plan of the activities to be carried out at the site was presented in the Removal Action Plan.

This document addresses all the long-term inspection and maintenance activities that will be implemented at the site in order to ensure that the measures implemented during the Removal Action will continue to provide long-term protection from exposure to asbestos.

2.0 INSPECTION AND MAINTENANCE PLAN

The following subsections describe in detail the inspection and maintenance activities that will be performed. The inspection and maintenance activities will commence during the spring of 1993 and will address the following areas:

1. Grass and vegetated areas;
2. Surface erosion;
3. Asphalt cap;
4. Site fencing;
5. Aluminum plate arch culvert; and
6. Warning signs in the fenced areas.

Inspection and maintenance requirements for the Wetlands Mitigation areas will be presented in a separate document to be prepared by Normandeau Associates, Inc. Additionally, an evaluation of the need for institutional controls and/or deed restrictions and a description of such controls and/or restrictions will be presented in a separate document.

2.1 Grass Mowing and Maintenance of Vegetative Cover

Grass will be mowed twice each growing season to stimulate its growth. Mowing will also serve to control brush and shrub growth within the vegetated cap area.

The capped areas will be carefully inspected for the overgrowth or the deterioration of the grass. In the spring, the distribution of the grass in the cap area will be monitored closely for adequate coverage. Those areas showing less than adequate coverage will be reseeded and fertilized.

2.2 Inspection and Maintenance of Surface Erosion and Cap Subsidence

Long-term maintenance of cover systems is required to minimize erosion and prevent the exposure of the asbestos-containing soils to the atmosphere. Cap subsidence and erosion will be monitored quarterly for the first year (beginning spring 1993) following completion of Removal Action activities, semi-annually for the next two years (1994 and 1995), and annually thereafter.

Depressions or erosion channels which develop in vegetated areas will be regraded using additional topsoil and then reseeded. In areas covered with slope protection or erosion protection materials, depressions and washouts will be repaired using similar slope or erosion protection materials.

2.3 Asphalt Cap Maintenance

The portion of the containment area to be covered with asphalt pavement (Figure 1) will be inspected annually for visible evidence of deterioration such as cracking and the development of potholes. Deterioration which penetrates the entire thickness of the asphalt layer will be repaired using conventional asphalt paving and maintenance technologies.

2.4 Inspection and Maintenance of Chain-Link Fence

The fenced area depicted on Figure 1 will be inspected annually to ensure restricted access to the site. Damaged fence, gates, or other components of the perimeter access control system will be repaired or replaced as necessary.

2.5 Inspection of Plate Arch Culvert

The aluminum plate arch culvert will be inspected on an annual basis for unusual wear or damage to the structure. The culvert will be visually inspected by walking through the culvert and checking for corrosion, deformation, bolt tightness and evidence of soil or water leakage into the culvert at plate connections. Minor deficiencies noted during the inspection will be addressed as necessary. If deficiencies involving disturbance of the culvert, soil cap, asphalt cap, or the asbestos-containing soil itself are encountered, a detailed repair plan will be submitted to the EPA or its designated agent for review and approval.

2.6 Inspection and Maintenance of Warning Signs

Annual inspection will be performed to ensure that all necessary warning signs are in place. Any missing or damaged signs will be replaced.

3.0 SCHEDULE

The frequency of inspection and maintenance activities described in the previous section is summarized in Table 1. Annual inspection activities will be conducted during the early spring. Grass mowing activities will be scheduled for late spring and late summer.

Following each annual inspection, a report summarizing the site inspection and any measures taken to address deficiencies will be submitted to EPA. Should disturbance of the culvert, soil cap, asphalt cap, or the asbestos-containing soil be required to address any deficiencies, a detailed plan will be submitted to EPA for review and approval prior to implementation.

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TABLE 1

FREQUENCY OF INSPECTION AND MAINTENANCE
SOUTH STREET SITE
WALPOLE, MASSACHUSETTS

<u>INSPECTION ACTIVITY</u>	<u>FREQUENCY OF ACTIVITY</u>
Grass Mowing	Twice during each growing season
Soil and Vegetative Cover	Quarterly during first year (1993), semi-annually for the next two years (1994-1995), annually thereafter
Asphalt Cap	Annual
Site Fencing	Annual
Plate Arch Culvert	Annual
Warning Signs in the Fenced Areas	Annual

